

**EXHIBIT A**

**PHILLIPS, GOLDMAN & SPENCE, P.A.**

**INVOICES BY TIME AND INDIVIDUAL**

**FOR THE TIME PERIOD  
FEBRUARY 1, 2011 THROUGH  
FEBRUARY 28, 2011**

Phillips, Goldman & Spence, P.A.

1200 N. Broom Street  
Wilmington, DE 19806  
(302) 655-4200  
EI #: 51-0328786

November 3, 2011

Orrick, Herrington & Sutcliffe, LLP  
Washington Harbour  
3050 K Street, N.W.  
Washington DC 20007--5135

File WRG-AUS/JCP  
Invoice number 100489

Re: W. R. Grace & Co.  
David T. Austern  
Case No.: 01-01139 (RLB)

Subtotal for FEES only: 02/28/11	\$10,908.00
Subtotal for COSTS only: 02/28/11	\$28.00
-----	
CURRENT PERIOD FEES AND COSTS: 02/28/11	\$10,936.00
-----	

PAY THIS AMOUNT \$10,936.00  
=====

\*\*\*\*\*

Please send remittance copy with payment. Thank you.

\*\*\*\*\*

November 3, 2011

Orrick, Herrington & Sutcliffe, LLP

File WRG-AUS/JCP  
Invoice number 100489

Re: W. R. Grace & Co.  
David T. Austern

SERVICES	HOURS	AMOUNT
LITIGATION	1.8	855.00
CLAIMS ADMINISTRATION AND OBJECTIONS	3.0	1,425.00
CASE ADMINISTRATION	0.3	49.50
FEE/EMPLOYMENT APPLICATIONS	2.2	456.00
PLAN AND DISCLOSURE STATEMENT	17.1	8,122.50
	-----	-----
Subtotal for FEES only: 02/28/11	24.4	\$10,908.00
	-----	-----

RATE	SUMM		HOURS			
475.00	JCP	22.20	22.20	10,545.00	0.00	0.00
165.00	CAH	2.20	2.20	363.00	0.00	0.00
		-----	-----	-----	-----	-----
Totals		24.40	24.40	10,908.00	0.00	0.00

Sorts: Grouping code (Paginate)  
Client code  
Actual employee code (Subtotal)  
Transaction date

## Ranges:

Include "Client code" from WRG to WRG  
Exclude "Billable \$" from 0.00 to 0.00  
Include "Invoice Number" from 100489 to 100489

Cl code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Gr Cd
WRG	CASE ADMINISTRATION	CAH	02/08/11	Update service and e-mail list.		0.30	49.50	Ca
						-----	-----	
						0.30	49.50	
						-----	-----	
						0.30	49.50	
						-----	-----	

Total records this group: 1

Cl code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Gr Cd
WRG	CLAIMS ADMINISTRATION AND OBJECTIONS	JCP	02/04/11	Review of miscellaneous pleadings and Orders (1.2); review of Motley Rice's Joinder in Opposition to Garlock's Motion to Access 2019 Statements (.8); review of Libby Claimants' Notice of Appeal of CNA settlement approval (1.0).	3.00	1,425.00	Co	
					-----	-----		
					3.00	1,425.00		
					-----	-----		
					3.00	1,425.00		
					-----	-----		

Total records this group: 1

Cl code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Gr Cd
WRG	LITIGATION		JCP	02/01/11	Review of BNSF's appeal of approval of settlement between Debtors and CNA.	0.10	47.50	Li
WRG	LITIGATION		JCP	02/03/11	E-mail from counsel for Debtors (2x) re: Judge Buckwalter rescheduling a 2/16/11 Status Conference; calendar same; review of Order re: same.	0.20	95.00	
WRG	LITIGATION		JCP	02/05/11	Review of miscellaneous pleadings.	0.10	47.50	
WRG	LITIGATION		JCP	02/07/11	Conference with paralegal re: signing John C. Phillips, Jr. for 2/14/11 Hearing via Court Call; review of Court Call confirmation; review of Garlock's Motion for Leave to File Reply in support of Motion to Authorize Access to 2019 Statements with enclosure; review of Reply Brief; review of Judge Shannon's 11/16/10 Order in Accuride.	0.50	237.50	
WRG	LITIGATION		JCP	02/08/11	Review of Agenda for 2/14/11 Hearing; conference with paralegal re: moving Court Call to an early time for Garlock Motion; e-mail from Court Call confirming earlier time; re-calendar same; review of miscellaneous pleadings.	0.30	142.50	
WRG	LITIGATION		JCP	02/09/11	Review of Personal Injury Committee's Joinder and Objection to Garlock's Motion re: 2018 Statements; review of Order Granting Garlock's Motion to File Reply Brief.	0.30	142.50	
WRG	LITIGATION		JCP	02/19/11	Review of Motion to Lift Stay re: Locke Action; review of Motion Authorizing Contributions to Retirement Plans; review of Motion Authorizing Creation of Non-Debtor Foreign Subsidiary.	0.30	142.50	
						1.80	855.00	
						1.80	855.00	

Total records this group: 7

Cl code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Gr Cd
WRG	FEE/EMPLOYMENT APPLICATIONS		CAH	02/09/11	Review of e-mail from D. Fullem re: filing of 13th supplemental Declaration for Orrick Herrington; respond to same.	0.20	33.00	fa
WRG	FEE/EMPLOYMENT APPLICATIONS		CAH	02/09/11	File 13th supplemental Declaration for Orrick Herrington referencing 14 previous related documents.	0.50	82.50	
WRG	FEE/EMPLOYMENT APPLICATIONS		CAH	02/10/11	Download and file Certificate of No Objection for Lincoln Partners November Fee Application and e-mail to D. Fullem.	0.20	33.00	
WRG	FEE/EMPLOYMENT APPLICATIONS		CAH	02/18/11	Download Quarterly Fee Applications for Towers Perrin and file same.	0.30	49.50	
WRG	FEE/EMPLOYMENT APPLICATIONS		CAH	02/18/11	Review of e-mail from D. Fullem and download Certificate of No Objection for Orrick's December Fee Application - file same.	0.20	33.00	
WRG	FEE/EMPLOYMENT APPLICATIONS		CAH	02/18/11	Download December and January Fee Applications for Lincoln Partners and after confirming correct months file same.	0.50	82.50	
						----- 1.90 -----	----- 313.50 -----	
WRG	FEE/EMPLOYMENT APPLICATIONS		JCP	02/09/11	Review of Orrick's Supplemental Declaration; conference with paralegal re: filing same.	0.20	95.00	
WRG	FEE/EMPLOYMENT APPLICATIONS		JCP	02/19/11	Review of and revise January 2011 pre-bill.	0.10	47.50	
						----- 0.30 -----	----- 142.50 -----	
						----- 2.20 -----	----- 456.00 -----	

Total records this group: 8

Cl code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Gr Cd
WRG	PLAN AND DISCLOSURE STATEMENT		JCP	02/10/11	E-mail from and e-mail to Rick Wyron re: 2/10/11 filing (.1); e-mail from counsel for Debtors re: Motion to Clarify Confirmation Order and proposed Order with enclosure (.1); review of both (.1); e-mail to and e-mail from Rick Wyron re: draft not ready for approval (.1); e-mail from Debbie Felder re: revision to same (.1); e-mail from Rick Wyron approving same with correction (.1); e-mail from counsel for Debtors requesting sign off (.1); e-mail from Rick Wyron approving (.1); e-mail to counsel for Debtors approving (.1); e-mail from counsel for Debtors serving same (.1); review of Amended Agenda for 2/14/11 Hearing (.1).	1.10	522.50	ps
WRG	PLAN AND DISCLOSURE STATEMENT		JCP	02/11/11	Review of BNSF's Motion for Reconsideration of Memorandum re: Objections to Confirmation of 1st Amended Plan (.1); e-mail from counsel for Debtors re: 2/11/11 teleconference with Judge Fitzgerald (.1); phone conference with Judge Fitzgerald and all counsel re: possible Clarification Order and effect of BNSF's Motion for Reconsideration on deadlines (.7); review of Montana's Joinder in Precautionary Motion for Extension of Time to Appeal (.1); review of Her Majesty the Queen's Joinder in same (.1); review of AXA's Motion to Extend Time to File Objections to or to Appeal from 1/31/11 Order (.1); review of AXA's Motion to Shorten Time re: same (.1).	1.30	617.50	
WRG	PLAN AND DISCLOSURE STATEMENT		JCP	02/12/11	Review of miscellaneous pleadings; review of BNSF's Statement of Position re: Plan Proponents' Motion to Clarify Confirmation Order; review of Order Shortening Time for AXA's Motion for Extension of Time to File Objection to or Appeal from 1/31/11 Memo Opinion; review of AXA's Motion to Extend Time.	0.40	190.00	
WRG	PLAN AND DISCLOSURE STATEMENT		JCP	02/13/11	Review of 2nd Amended Agenda for 2/14/11 Hearing; e-mail from counsel for Debtors re: revised proposed Order for Plan Proponents' Motion to Clarify with enclosure; review of same.	0.20	95.00	
WRG	PLAN AND DISCLOSURE STATEMENT		JCP	02/14/11	Phone conference with Judge Fitzgerald and all counsel re: Garlock's 2019 Motion and Status Conference re: Plan Confirmation (2.9); review of Anderson Memorial's Motion to Extend Time to Object to 1/31/11 Orders and Motion to Expedite Hearing on same (.1); e-mail from counsel for Debtors re: 2/16/11 Status Conference with Judge Buckwalter continued to 2/23/11(.1); re-calendar same (.1); review of Notice re: same (.1); review of Her Majesty's Joinder in BNSF's Motion for Reconsideration (.1); review of Montana's Joinder in same (.1).	3.50	1,662.50	
WRG	PLAN AND DISCLOSURE STATEMENT		JCP	02/15/11	Review of Unsecured Creditors' Committee's Notice of Appeal of 1/31/11 Confirmation Orders with exhibits; review of miscellaneous pleadings; review of Order Granting in Part Motion to Extend Time to Object; review of BNSF's Designation of Record and Statement of Issues on appeal.	0.40	190.00	
WRG	PLAN AND DISCLOSURE STATEMENT		JCP	02/16/11	Review of 2/15/11 Order Clarifying 1/31/11 Memo Opinion and Order Confirming Joint Plan; review of miscellaneous pleadings.	0.20	95.00	



Cl code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Gr Cd
WRG	PLAN AND DISCLOSURE STATEMENT		JCP	02/17/11	Review of miscellaneous pleadings; review of Supplemental Notice of Appeal; review of Banker Lender Group's Notice of Appeal.	0.30	142.50	ps
WRG	PLAN AND DISCLOSURE STATEMENT		JCP	02/18/11	Review of Debtors' Designation of Items to be included in Record on Appeal; review of Statement of Issues on appeal; review of miscellaneous pleadings; e-mail from counsel for Debtors re: 2/21/11 Plan supporters teleconference re: 2/23/11 Status Conference; calendar same; memorandum to file re: same.	0.30	142.50	
WRG	PLAN AND DISCLOSURE STATEMENT		JCP	02/21/11	E-mail from counsel for Debtors re: Notice of Conformed Joint Plan as of 12/23/10 with enclosure (.1); review of same (.1); review of Notice of Submission of Black-lines of Exhibits 5 and 6; e-mail from Roger Frankel re: signing off on both (.1); e-mail from Rick Wyron (2x) re: signing off on both (.1); e-mail from counsel for Debtor approving both (.1); e-mail from counsel for Debtors re: proposed Schedule for Appeal with enclosure (.1); review of same; phone conference with all counsel re: appeal schedule (.9); review of Notice re: Cure Exhibit (.1); e-mail from counsel for Personal Injury Committee approving Notices of Conformed Joint Plan and Black-line of Exhibits (.1); e-mail from counsel for Debtors (4x) re: filing Notice of Conformed Plan with Exhibits (.1); e-mail from counsel for Debtors re: filing of Black-lines of Exhibits 5 and 6 (.1).	1.90	902.50	
WRG	PLAN AND DISCLOSURE STATEMENT		JCP	02/22/11	E-mail from counsel for Debtor re: proposed Consent Order and Proposed Scheduling Order for District Proceedings re: Plan Confirmation with enclosure (.1); review of both (.1); e-mail from James Burke re: Plan Proponents Opposition to BNSF's Motion for Reconsideration and Joinders thereto with enclosure (.1); review of same (.1); review of Bank Lender Group's Supplemental Notice of Appeal (.1); review of Garlock's Motion to Intervene to Seek Judicial Records (2019 Statements) (.1); review of Garlock's Amended Motion Seeking Access to 2019 Statements (.1); e-mail from counsel for Personal Injury Committee approving Plan Proponents Opposition to BNSF's Motion for Re-Argument (.1); e-mail from James Burke re: final version of same with enclosure (.1); review of same (.1); e-mail from and e-mail to local counsel for Debtors re: authorizing filing of same (.1); e-mail from counsel for Debtors re: same (.1); e-mail from local counsel for Debtors re: as filed copy of same (.1).	1.30	617.50	
WRG	PLAN AND DISCLOSURE STATEMENT		JCP	02/23/11	Travel to and from Philadelphia, Pennsylvania for Hearing.	1.50	712.50	
WRG	PLAN AND DISCLOSURE STATEMENT		JCP	02/23/11	E-mail from counsel for Debtor re: revised Order re: Appeals with enclosure (.1); review of same (.4); conference with Roger Frankel and Rick Wyron re: same (.6); Court appearance re: same (1.2); e-mail from James Burke re: drafting proposed Order denying BNSF's Motion for Reconsideration (.1).	3.40	1,615.00	
WRG	PLAN AND DISCLOSURE STATEMENT		JCP	02/24/11	Review of Agenda for 3/2/11 Hearing; conference with paralegal re: signing John C. Phillips, Jr. up to participate via Court Call; calendar same; review of Judge Buckwalter's 2/23/11 Order re: Rule 9033 Objections.	0.30	142.50	

Cl code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Gr Cd
WRG	PLAN AND DISCLOSURE STATEMENT	JCP	02/28/11	Review of John C. Phillips, Jr.'s Court Call Confirmation for 3/2/11 Hearing (.1); review of BNSF's Rule 9033 Objections to 1/31/11 Recommended Findings of Fact and Conclusions of Law (.1); review of BNSF's Reply in Support of Motion for Reconsideration (.1); review of Anderson Memorial's Rule 9033 Objections to 1/31/11 Recommended Findings of Fact and Conclusions of Law (.1); e-mail from D. Felder re: final Joint Counter Designations of the Record in CNA appeal with enclosure (.1); review of same; e-mail from counsel for Personal Injury Committee approving same (.1); e-mail from local counsel for Personal Injury Committee approving same (.1); e-mail to counsel for Debtors' approving same (.1); review of appeal docket (.1); review of Libby Claimants' Rule 9033 Objections to Recommend Findings of Fact and Conclusions of Law (.1).	1.00	475.00	ps	
						-----	-----	
						17.10	8,122.50	
						-----	-----	
						17.10	8,122.50	
						-----	-----	
Total records this group: 15								
						-----	-----	
						24.40	10,908.00	
						=====	=====	

32 records printed.